

QUINN EMANUEL URQUHART & SULLIVAN LLP
Michael B. Carlinsky (admitted *pro hac vice*)
michaelcarlinsky@quinnemanuel.com
Renita N. Sharma (admitted *pro hac vice*)
renitasharma@quinnemanuel.com
51 Madison Ave., 22nd Floor
New York, NY 10010
Telephone: (212) 849-7000
Facsimile: (212) 849-7100

Terry L. Wit (SBN 233473)
terrywit@quinnmanuel.com
50 California Street, 22nd Floor
San Francisco, CA 94111
Telephone: (415) 875-6600
Facsimile: (415) 875-6700

Eric D. Winston (SBN 202407)
ericwinston@quinnemanuel.com
865 S. Figueroa St., 10th Floor
Los Angeles, California 90017
Telephone: (213) 443-3000
Facsimile: (213) 443-3100

*Attorneys for Lockton Companies LLC
and Lockton Companies LLC – Pacific Series*

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

CEDRIC DE LISSER, CHRISTOPHER MOSER,
and MICHAEL MICHELIN, in their capacity as
the Trustees of the Cred Liquidation Trust,

Case No. 3:23-cv-00243-JD

19 || Plaintiffs.

20 |

V. V.

21 LOCKTON COMPANIES LLC, d/b/a
22 LOCKTON INSURANCE BROKERS LLC, a
23 Missouri limited liability company; LOCKTON
24 COMPANIES, LLC – PACIFIC SERIES, d/b/a
LOCKTON INSURANCE BROKERS LLC, a
Missouri limited liability company; and DOES 1-
10, inclusive.

**DECLARATION OF TERRY L. WIT IN
SUPPORT OF OPPOSITION TO
MOTION TO REMAND OR IN THE
ALTERNATIVE FOR EQUITABLE
REMAND**

Defendants.

DECLARATION OF TERRY L. WIT

I, Terry L. Wit, hereby declare as follows:

1. I am a member of the bar of the State of California and admitted to practice before the Court. I am a partner of Quinn Emanuel Urquhart & Sullivan, LLP, counsel for Defendants in the above-captioned action. Except as otherwise noted, I have personal firsthand knowledge of the matters set forth in this Declaration, and if called as a witness I would testify competently to those matters.

2. Attached hereto as **Exhibit A** is a true and correct copy of the *Modified First Amended Combined Joint Plan of Liquidation and Disclosure Statement of Cred Inc. and Its Subsidiaries Under Chapter 11 of the Bankruptcy Code* filed in the United States Bankruptcy Court for the District of Delaware in Case No. 20-bk-12836 (the “Bankruptcy Action”) on April 16, 2021 (Bankr. ECF 722).

3. Attached hereto as **Exhibit B** is a true and correct copy of the *Order Confirming and Approving on a Final Basis Modified First Amended Combined Plan of Liquidation and Disclosure Statement of Cred Inc. and its Subsidiaries Under Chapter 11 of the Bankruptcy Code* filed in the Bankruptcy Action on March 11, 2021 (Bankr. ECF 629).

4. Attached hereto as **Exhibit C** is a true and correct of the *Report of Robert J. Stark, Examiner* filed in the Bankruptcy Action on March 8, 2021 (Bankr. ECF 605).

5. Attached hereto as **Exhibit D** is a true and correct of the *Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Maintain Insurance Policies, (B) Pay All Related Obligations, and (II) Granting Related Relief* filed in the Bankruptcy Action on November 10, 2020 (Bankr. ECF 10).

6. Attached hereto as **Exhibit E** is a true and correct of the *Interim Order (I) Authorizing Debtors to (A) Maintain Insurance Policies, (B) Pay all Related Obligations, and (II) Granting Related Relief* filed in the Bankruptcy Action on November 10, 2020 (Bankr. ECF 31).

7. Attached hereto as **Exhibit F** is a true and correct of the *Final Order (1) Authorizing Debtors to (A) Maintain Insurance Policies, (B) Pay all Related Obligations, and (II) Granting Related Relief* filed in the Bankruptcy Action on December 18, 2020 (Bankr. ECF 248).

8. Attached hereto as **Exhibit G** is a true and correct of the *Chapter 11 Voluntary Petition* filed in the Bankruptcy Action on November 7, 2020 (Bankr. ECF 1).

9. Attached hereto as **Exhibit H** is a true and correct of the *Declaration of Grant Lyon in Support of Debtors' Objection to Motion of James Alexander to Dismiss Cred Capital, Inc.* filed in the Bankruptcy Action on January 28, 2021 (Bankr. ECF 433).

10. Attached hereto as **Exhibit I** is a true and correct of the *Supplemental Declaration in Support of the Debtors' Application for an Order Approving Employment and Retention of Donlin, Recano & Company, Inc. as Administrative Advisor for Debtors* filed in the Bankruptcy Action on December 4, 2020 (Bankr. ECF 130).

11. Attached hereto as **Exhibit J** is a true and correct of the *Motion of the Cred Inc. Liquidation Trust for Entry of Order Approving Third Party Claim Assignment Procedures* filed in the Bankruptcy Action on June 23, 2022 (Bankr. ECF 1015).

12. Attached hereto as **Exhibit K** is a true and correct of the *Adversary Case 22-50474 Complaint by Cred Inc. Liquidation Trust against Earnity, Inc., Earnity Financial Inc, ET Trader Inc., Domenic Carosa* filed in the Bankruptcy Action on December 5, 2022 (Bankr. ECF 1063).

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 3rd day of March, 2023, at Alameda, California.

By /s/ Terry L. Wit
Terry L. Wit